



AGENDA

Monday, September 23, 2013

OVERSIGHT BOARD OF THE FORMER CITY OF HUNTINGTON BEACH REDEVELOPMENT AGENCY

4:00 PM

Room B-8 - 2000 Main Street
Huntington Beach, CA 92648

<http://www.huntingtonbeachca.gov>

BOARD MEMBERS

Connie Boardman
Chair

Joe Carchio
Vice Chair

Steve Bone
Board Member

Carrie Delgado
Board Member

Lucy Dunn
Board Member

W. Andrew Dunn
Board Member

Kellee Fritzel
Board Member

FRED A. WILSON
City Manager

JOAN L. FLYNN
Oversight Board Secretary
(714) 536-5404

WEB ACCESS:

Meeting audio archives can be accessed at
<http://huntingtonbeach.granicus.com>

REMINDER

As a courtesy to those in attendance,
please
silence your cell phones and pagers

MEETING ASSISTANCE NOTICE - AMERICANS WITH DISABILITIES ACT

In accordance with the Americans with Disabilities Act the following services are available to members of our community who require special assistance to participate in Oversight Committee meetings. If you require special assistance, 48-hour prior notification will enable the city to make reasonable arrangements. To make arrangements for an assisted listening device (ALD) for the hearing impaired, American Sign Language interpreters, a reader during the meeting and/or large print agendas, please contact the Oversight Board Secretary's Office at (714) 536-5227.

OVERSIGHT COMMITTEE AGENDA

The Oversight Committee agenda and supporting documentation is made available for public review during normal business hours in the Office of the Oversight Board Secretary, 2000 Main Street immediately following distribution of the agenda packet to a majority of the Board Members. Questions on agenda items may be directed to the Oversight Board Secretary's Office at (714) 536-5227. The agenda packet is posted on the city's website at <http://www.huntingtonbeachca.gov/Government/agendas/>.

AUDIO ACCESS TO OVERSIGHT COMMITTEE MEETINGS

Oversight Committee meeting audio recordings are archived at <http://www.huntingtonbeachca.gov/Government/agendas/>.

SUPPLEMENTAL COMMUNICATION

Staff and members of the public have the opportunity to submit information related to an agenda item following distribution of the agenda packet to the Board Members. This information is identified as "Supplemental Communication" and is assembled into a packet by the Oversight Board Secretary on the day of the meeting. The Brown (Open Meetings) Act requires that copies of Supplemental Communication be made available to the public immediately upon distribution of material to a majority of the Board Members. Communication received by any individual at the meeting will be made available to the public in the Oversight Board Secretary's Office the following morning.

PUBLIC COMMENTS

This is the time of the meeting for the Board Members to receive comments from the public regarding items of interest or agenda items. Pursuant to the Brown (Open Meeting) Act, the Board Members may not enter into discussion regarding items not on the Oversight Committee agenda. The Board Members strive to treat members of the public with respect. Comments or concerns provided by the public shall be done in a civil and respectful manner.

To participate in Public Comments, **yellow Request to Speak** forms are available at the entrance table and are collected by the Oversight Board Secretary. Each speaker is allowed 3 minutes, and time may not be donated to another speaker.

HUNTINGTON BEACH OVERSIGHT BOARD

**of the Successor Agency of the former
City of Huntington Redevelopment Agency**

Special Meeting Agenda

September 23, 2013

4:00 P.M.

City Hall, 2000 Main Street, Civic Center Lower Level,
Room B-8, Huntington Beach, CA 92648

Teleconferencing Location:
2 Park Plaza, Suite 100, Irvine, CA 92614



**4:00 PM – ROOM B-8
CIVIC CENTER, 2000 MAIN STREET
HUNTINGTON BEACH, CA 92648**

**TELECONFERENCING LOCATION: (BOARD MEMBER LUCY DUNN)
2 PARK PLAZA, SUITE 100
IRVINE, CA 92614**

BOARD MEMBERS: City of Huntington Beach appointee **Mayor Connie Boardman**; County Board of Supervisors appointees **Lucy Dunn** and **Steve Bone**; Community Colleges Districts appointee **W. Andrew “Andy” Dunn**; Orange County Office of Education appointee **Carrie Delgado**; Former Huntington Beach Redevelopment Agency employee representative **Kellee Fritzal**; Special District – Orange County Sanitation District appointee **Joe Carchio**

CALL TO ORDER

ROLL CALL: Boardman, Bone, Carchio, Delgado, A. Dunn, L. Dunn, Fritzal

PLEDGE OF ALLEGIANCE: To be led by Chair Boardman.

SUPPLEMENTAL COMMUNICATIONS: Announced by Board Secretary.

PUBLIC COMMENTS: *This is the portion of the meeting for any member of the public to address the Oversight Board on any matter that is within the subject matter jurisdiction of the board. The Brown Act, with limited exception, does not allow the board or staff to discuss issues brought forth under Public Comments. Comments should be limited to 3 minutes per person.*

BUSINESS:

- 1. Adopt Oversight Board Resolution Nos. 2013-09 and 2013-10 approving the Recognized Obligation Payment Schedule (ROPS) and Administrative Budget for the Huntington Beach Successor Agency for the period of January 1, 2014 through June 30, 2014 in accordance with Health and Safety Code Section 34177**

Recommended Board Action:

A) Adopt Resolution No. 2013-09, "A Resolution of the Oversight Board of the Successor Agency to the Redevelopment Agency of the City of Huntington Beach Approving the Recognized Obligation Payment Schedule for the Period January 1, 2014 through June 30, 2014 ("ROPS 13-14B");" and,

B) Adopt Resolution No. 2013-10, "A Resolution of the Oversight Board of the Successor Agency to the Redevelopment Agency of the City of Huntington Beach Approving the Successor Agency Administrative Budget for the Period January 1, 2014 through June 30, 2014.

2. Approve and adopt the minutes of the Oversight Board Special Meeting of May 30, 2013

Recommended Board Action:

Approve and adopt the minutes of the Oversight Board Special Meeting of May 30, 2013, as written and on file in the office of the Secretary of the Board.

MEMBER REPORTS/ANNOUNCEMENTS:

ADJOURNMENT: Adjournment to a Special Meeting on Wednesday, October 2, 2013, at 4:00 PM, at City Hall, 2000 Main Street, Civic Center Lower Level, Room B-8.

The next Regular Meeting is scheduled for Monday, October 14, 2013, 4:30 PM at City Hall, 2000 Main Street, Civic Center Lower Level, Room B-8.

This agenda contains a brief general description of each item the Oversight Board will consider. The City Clerk has on file copies of written documentation relating to each item of business on this Agenda available for public inspection. Contact the City Clerk's Office at (714) 536-5227 or view the Agenda and related materials on the City's website at <http://www.huntingtonbeachca.gov>. Materials related to an item on this Agenda submitted to the Oversight Board after distribution of the Agenda Packet are available for public inspection in the City Clerk's Office at 2000 Main Street, Huntington Beach, California during normal business hours. Such documents may also be available on the City's website subject to staff's ability to post documents before the meeting.

Special Accommodations

In compliance with the Americans with Disabilities Act, if you need special assistance to participate in this meeting, please contact the City Clerk's Office at (714) 536-5227. Notification 48 hours prior to the meeting will enable City staff to make reasonable arrangements to ensure accessibility.

(28 CFR 35.102.35.104 ADA Title II)

**Oversight Board of the Huntington
Beach Successor Agency
to the Redevelopment Agency**

Agenda Item #1

AGENDA REPORT

Oversight Board of the Huntington Beach Successor Agency to the Redevelopment Agency

MEETING DATE: September 23, 2013

SUBJECT/ACTION: Adopt Oversight Board Resolution No. 2013-09 and 2013-10 approving the Recognized Obligation Payment Schedule (ROPS) and Administrative Budget for the Huntington Beach Successor Agency for the Period of January 1, 2014 through June 30, 2014 in accordance with Health and Safety Code Section 34177

STATEMENT OF ISSUE:

The Oversight Board is requested to approve the ROPS and Administrative Budget for the period of January through June 2014. An approved ROPS must be submitted to the Department of Finance (DOF) by October 1, 2014.

RECOMMENDED ACTION: Motion to:

A) Adopt Resolution No. 2013-09, "A Resolution of the Oversight Board of the Successor Agency to the Redevelopment Agency of the City of Huntington Beach Approving the Recognized Obligation Payment Schedule for the Period January 1, 2014 through June 30, 2014 ("ROPS 13-14B");" and,

B) Adopt Resolution No. 2013-10, "A Resolution of the Oversight Board of the Successor Agency to the Redevelopment Agency of the City of Huntington Beach Approving the Successor Agency Administrative Budget for the Period January 1, 2014 through June 30, 2014."

BACKGROUND:

As a result of the Court's ruling on the Dissolution Act, all redevelopment agencies in California were dissolved effective February 1, 2012. The Dissolution Act and AB 1484 describe the procedures to wind down the affairs of the former redevelopment agencies. These provisions include the continued payment of enforceable obligations, as defined in the law.

The Recognized Obligation Payment Schedule for January 1, 2014 through June 30, 2014, requests payment for enforceable obligations associated with the former Redevelopment Agency's Tax Allocation Bonds, Development Agreements, legal services, administrative and other costs.

The State Department of Finance has the authority to review the ROPS and return it to the Successor Agency for reconsideration and modification. Thereafter, the ROPS shall not be effective until approved by the State Department of Finance.

Oversight Board

The Administrative Budget for the July 1 through December 31, 2013 period reflects a total of \$837,510 of which \$250,000 represents three percent (3%) of the projected property tax receipts during this period. The remainder will be paid from leasing costs revenue accruing to The Successor Agency from the Waterfront properties.

ATTACHMENT(S):

1. Resolution No. 2013-09, "A Resolution of the Oversight Board of the Successor Agency to the Redevelopment Agency of the City of Huntington Beach Approving the Recognized Obligation Payment Schedule for the Period January 1, 2014 through June 30, 2014 ("ROPS 13-14B")."
2. Resolution No. 2013-10, "A Resolution of the Oversight Board of the Successor Agency to the Redevelopment Agency of the City of Huntington Beach Approving the Successor Agency Administrative Budget for the Period January 1, 2014 through June 30, 2014."

RESOLUTION NO. 2013- 09

A RESOLUTION OF THE OVERSIGHT BOARD OF THE SUCCESSOR AGENCY TO THE REDEVELOPMENT AGENCY OF THE CITY OF HUNTINGTON BEACH APPROVING THE RECOGNIZED OBLIGATION PAYMENT SCHEDULE FOR THE PERIOD JANUARY 1, 2014 THROUGH JUNE 30, 2014 ("ROPS 13-14B")

WHEREAS, pursuant to AB x1 26 (as amended by AB 1484, the "Dissolution Act"), the separate legal entity known as Successor Agency to the Redevelopment Agency of the City of Huntington Beach ("Successor Agency") must prepare "Recognized Obligation Payment Schedules" ("ROPS") that enumerate the enforceable obligations and expenses of the Successor Agency for each successive six-month fiscal period until the wind down and disposition of assets of the former Redevelopment Agency of the City of Huntington Beach; and

The Successor Agency staff has prepared a ROPS for the six-month fiscal period commencing on January 1, 2014 and continuing through June 30, 2014 ("ROPS 13-14B") which is attached hereto as Exhibit A; and

Under the Dissolution Act, ROPS 13-14B must be approved by the Successor Agency's oversight board ("Oversight Board"); and

After reviewing ROPS 13-14B presented to and recommended for approval to the Oversight Board by Successor Agency staff, and after reviewing any written and oral comments from the public relating thereto, the Oversight Board desires to approve the ROPS 13-14B; and

All of the prerequisites with respect to the approval of this Resolution have been met.

NOW, THEREFORE, the Oversight Board of the Successor Agency to the Redevelopment Agency of the City of Huntington Beach does hereby resolve as follows:

1. The Oversight Board hereby finds and determines that the foregoing recitals are true and correct.

2. The Oversight Board hereby approves ROPS 13-14B in the form presented to the Oversight Board and attached hereto as Exhibit A, and hereby determines that such agreements and obligations constitute "enforceable obligations" and "recognized obligations" for all purposes under the Dissolution Act.

3. The Oversight Board authorizes and directs the Successor Agency staff to: (i) take all actions necessary under the Dissolution Act to post ROPS 13-14B on the Successor Agency website; (ii) transmit ROPS 13-14B to the Auditor-Controller and the County Administrator of the County of Orange and to the State Controller and the State Department of Finance ("DOF"); and (iii) to do any and all things and to execute and deliver any and all documents which may be necessary or advisable in order to effectuate the purposes of this Resolution. In addition, the Oversight Board authorizes and directs the Successor Agency staff to make such non-substantive

4. The Successor Agency authorizes the Executive Director, or designee, to make such non-substantive changes and amendments to ROPS 13-14B as may be approved by the Executive Director of the Successor Agency and its legal counsel, and ROPS 13-14B as so modified shall thereupon constitute ROPS 13-14B as approved by the Successor Agency pursuant to this Resolution.

5. The Successor Agency does not intend, by adoption of this Resolution, to waive any constitutional, legal and/or equitable rights of the Successor Agency or the City of Huntington Beach under law and/or in equity by virtue of the adoption of this Resolution and actions approved and taken pursuant to this Resolution and, therefore, reserves all such rights of the Successor Agency and the City of Huntington Beach under law and/or in equity.

PASSED AND ADOPTED by the Successor Agency to the Redevelopment Agency of the City of Huntington Beach at a regular meeting thereof held on the _____ day of September, 2013.

Chairman

REVIEWED AND APPROVED:

Executive Director

APPROVED AS TO FORM:

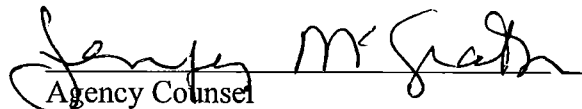

Agency Counsel

EXHIBIT A

RECOGNIZED OBLIGATION PAYMENT SCHEDULE
FOR THE PERIOD JANUARY 1, 2014 THROUGH JUNE 30, 2014
("ROPS 13-14B")

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Recognized Obligation Payment Schedule (ROPS 13-14B) - Summary
Filed for the January 1, 2014 through June 30, 2014 Period

Name of Successor Agency:	Huntington Beach
Name of County:	Orange

Current Period Requested Funding for Outstanding Debt or Obligation		Six-Month Total
A	Enforceable Obligations Funded with Non-Redevelopment Property Tax Trust Fund (RPTTF) Funding Sources (B+C+D):	\$ 991,929
B	Bond Proceeds Funding (ROPS Detail)	-
C	Reserve Balance Funding (ROPS Detail)	404,419
D	Other Funding (ROPS Detail)	587,510
E	Enforceable Obligations Funded with RPTTF Funding (F+G):	\$ 7,887,535
F	Non-Administrative Costs (ROPS Detail)	7,637,535
G	Administrative Costs (ROPS Detail)	250,000
H	Current Period Enforceable Obligations (A+E):	\$ 8,879,464

Successor Agency Self-Reported Prior Period Adjustment to Current Period RPTTF Requested Funding	
I	Enforceable Obligations funded with RPTTF (E): 7,887,535
J	Less Prior Period Adjustment (Report of Prior Period Adjustments Column U) (76,421)
K	Adjusted Current Period RPTTF Requested Funding (I-J) \$ 7,811,114

County Auditor Controller Reported Prior Period Adjustment to Current Period RPTTF Requested Funding	
L	Enforceable Obligations funded with RPTTF (E): 7,887,535
M	Less Prior Period Adjustment (Report of Prior Period Adjustments Column AB) -
N	Adjusted Current Period RPTTF Requested Funding (L-M) 7,887,535

Certification of Oversight Board Chairman:
Pursuant to Section 34177(m) of the Health and Safety code, I
hereby certify that the above is a true and accurate Recognized
Obligation Payment Schedule for the above named agency.

/s/

Name

Title

Signature

Date

Recognized Obligation Payment Schedule (ROPS) 13-14B - Report of Fund Balances
(Report Amounts in Whole Dollars)

Pursuant to Health and Safety Code section 34177(l), Redevelopment Property Tax Trust Fund (RPTTF) may be listed as a source of payment on the ROPS, but only to the extent no other funding source is available or when payment from property tax revenues is required by an enforceable obligation.										
A	B	C	D	E	F	G	H	I	J	K
Fund Balance Information by ROPS Period		Fund Sources							Total	Comments
		Bond Proceeds		Reserve Balance		Other	RPTTF			
		Bonds Issued on or before 12/31/10	Bonds Issued on or after 01/01/11	Review balances retained for approved enforceable obligations	RPTTF balances retained for bond reserves	Rent, Grants, Interest, Etc.	Non-Admin	Admin		
ROPS III Actuals (01/01/13 - 6/30/13)										
1	Beginning Available Fund Balance (Actual 01/01/13) Note that for the RPTTF, 1 + 2 should tie to columns L and Q in the Report of Prior Period Adjustments (PPAs)	-	-	-	-	-	-	-	\$ -	
2	Revenue/Income (Actual 06/30/13) Note that the RPTTF amounts should tie to the ROPS III distributions from the County Auditor-Controller	-	-			481,656	6,708,286	304,106	\$ 7,494,048	
3	Expenditures for ROPS III Enforceable Obligations (Actual 06/30/13) Note that for the RPTTF, 3 + 4 should tie to columns N and S in the Report of PPAs	-	-			481,656	6,631,865	304,106	\$ 7,417,627	
4	Retention of Available Fund Balance (Actual 06/30/13) Note that the Non-Admin RPTTF amount should only include the retention of reserves for debt service approved in ROPS III	-	-						\$ -	
5	ROPS III RPTTF Prior Period Adjustment Note that the net Non-Admin and Admin RPTTF amounts should tie to columns O and T in the Report of PPAs.	No entry required					76,421	-	\$ 76,421	
6	Ending Actual Available Fund Balance (1 + 2 - 3 - 4 - 5)	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	
ROPS 13-14A Estimate (07/01/13 - 12/31/13)										
7	Beginning Available Fund Balance (Actual 07/01/13) (C, D, E, G, and I = 4 + 6, F = H4 + F6, and H = 5 + 6)	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 76,421	\$ -	\$ 76,421	
8	Revenue/Income (Estimate 12/31/13) Note that the RPTTF amounts should tie to the ROPS 13-14A distributions from the County Auditor-Controller					373,716	5,625,998	250,000	\$ 6,249,714	
9	Expenditures for 13-14A Enforceable Obligations (Estimate 12/31/13)					373,716	5,625,998	250,000	\$ 6,249,714	
10	Retention of Available Fund Balance (Estimate 12/31/13) Note that the RPTTF amounts may include the retention of reserves for debt service approved in ROPS 13-14A								\$ -	
11	Ending Estimated Available Fund Balance (7 + 8 - 9 -10)	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 76,421	\$ -	\$ 76,421	

Recognized Obligation Payment Schedule (ROPS) 13-14B - ROPS Detail January 1, 2014 through June 30, 2014 (Report Amounts in Whole Dollars)															
A	B	C	D	E	F	G	H	I	J	K	L	M	N	O	P
Item #	Project Name / Debt Obligation	Obligation Type	Contract/Agreement Execution Date	Contract/Agreement Termination Date	Payee	Description/Project Scope	Project Area	Total Outstanding Debt or Obligation	Retired	Funding Source					Six-Month Total
										Non-Redevelopment Property Tax Trust Fund (Non-RPTTF)			RPTTF		
										Bond Proceeds	Reserve Balance	Other Funds	Non-Admin	Admin	
								\$ 111,076,308		\$ -	\$ 404,419	\$ 587,510	\$ 7,637,535	\$ 250,000	\$ 8,879,464
1	Land Sale Emerald Cove	City/County Loans On or Before 6/27/11	5/18/2009	10/1/2030	COHB Park A & D Fund	Legally Binding Operative Agreement Principal Amount - \$1,740,834, Interest Rates 3.81%, Debt Incurred on May 18, 2009	Merged	5,892,705	N						\$ -
2	Hyatt Regency Huntington Beach Project	OPA/DDA/Constructi on	9/14/1998	9/30/2023	PCH Beach Resorts LLC	Disposition and Development Agreement approved on September 14, 1998 for the Waterfront Development	Merged	5,040,392	N				734,079		\$ 734,079
3	2002 Tax Allocation Refunding Bonds	Bonds Issued On or Before 12/31/10	6/19/2002	8/1/2024	Bank of New York Trust Co.	Tax Allocation Bonds Debt Service Payments	Merged	14,688,175	N				1,638,038		\$ 1,638,038
4	1999 Tax Allocation Refunding Bonds	Bonds Issued On or Before 12/31/10	1/12/1999	8/1/2024	Bank of New York Trust Co.	Tax Allocation Bonds Debt Service Payments	Merged	6,729,658	N				747,364		\$ 747,364
5	2002 Tax Allocation Refunding Bonds	Fees	11/17/2010	11/17/2013	Arbitrage Compliance Specialist	Tax Allocation Bonds arbitrage rebate calculation - Federal IRS Compliance	Merged	500	N				500		\$ 500
6	1999 Tax Allocation Refunding Bonds	Fees	11/17/2010	11/17/2013	Arbitrage Compliance Specialist	Tax Allocation Bonds arbitrage rebate calculation - Federal IRS Compliance	Merged	500	N				500		\$ 500
7	2002 Tax Allocation Refunding Bonds	Bonds Issued On or Before 12/31/10	6/19/2002	8/1/2016	Internal Revenue Service	IRS Arbitrage Rebate Payment	Merged	-	N				-		\$ -
8	2002 Tax Allocation Refunding Bonds	Bonds Issued On or Before 12/31/10	6/19/2002	8/1/2024	Bank of New York Mellon	Tax Allocation Bonds - Payment to Fiscal Agent	Merged	1,537	N				1,537		\$ 1,537
9	1999 Tax Allocation Refunding Bonds	Bonds Issued On or Before 12/31/10	1/12/1999	8/1/2024	Bank of New York Mellon	Tax Allocation Bonds - Payment to Fiscal Agent	Merged	848	N				848		\$ 848
10	2002 Tax Allocation Refunding Bonds	Fees	7/7/2009	7/7/2014	Harrell & Company Advisors, LLC	Preparation and filing of Continuing Disclosure Annual Reports and Material Event Notices	Merged	250	N				250		\$ 250
11	1999 Tax Allocation Refunding Bonds	Fees	7/7/2009	7/7/2014	Harrell & Company Advisors, LLC	Preparation and filing of Continuing Disclosure Annual Reports and Material Event Notices	Merged	1,525	N				1,525		\$ 1,525
12	Emerald Cove 2010 Series A Lease Revenue Refunding Bonds	Bonds Issued On or Before 12/31/10	5/13/2010	9/1/2021	US Bank	Emerald Cove 2010 Series A Lease Revenue Refunding Bonds Debt Service Payments	Merged	-	N						\$ -
13	HUD Section 108 Infrastructure Loan for Hyatt/Hilton Properties	Bonds Issued On or Before 12/31/10	7/21/2010	8/1/2019	Bank of New York Mellon	Legally binding and enforceable loan agreement with the U.S. Department of Housing and Urban Development for capital improvements	Merged	2,966,608	N				447,822		\$ 447,822
14	Strand Hotel and Mixed-Use Project, Parking & Infrastructure	OPA/DDA/Constructi on	6/1/1999	9/30/2033	CIM Group, LLC and Kane Ballmer and Berkman	#####	Merged	12,666,819	N				702,903		\$ 702,903
15	Strand Project Additional Parking	OPA/DDA/Constructi on	1/20/2009	9/30/2033	CIM Group, LLC	Property Tax Sharing Agreement under the Disposition and Development Agreement (DDA) and Sixth Implementation Agreement for the Strand projects parking structure authorized on January 20, 2009.	Merged	989,709	N				49,756		\$ 49,756
16	Pacific City	OPA/DDA/Constructi on	10/16/2006	10/16/2026	Makar Properties & Kane Ballmer and Berkman	Owner Participation Agreement approved on October 16, 2006 for future development of a 31-acre site located at Pacific Coast Highway and First Street and financed by property tax allocations.	Merged	5,520,000	N						\$ -
17	Pacific City - Very Low Income Units	OPA/DDA/Constructi on	10/16/2006	11/26/2024	Makar Properties	#####	Merged	-	N						\$ -
18	Affordable Housing Compliance Community Redevelopment Law, Health and Safety Code Section 33000, et. seq. Covenant monitoring per AB 987.	OPA/DDA/Constructi on	9/30/2010	7/20/2013	Amerinational	#####	Merged	-	N						\$ -
19	Repayment of SERAF Debt Obligation 2009	SERAF/ERAF	5/10/2010	11/26/2024	Housing Authority	Legally enforceable obligation for SERAF Loan repayment	Merged	3,374,606	N						\$ -

Recognized Obligation Payment Schedule (ROPS) 13-14B - ROPS Detail January 1, 2014 through June 30, 2014 (Report Amounts in Whole Dollars)															
A	B	C	D	E	F	G	H	I	J	K	L	M	N	O	P
Item #	Project Name / Debt Obligation	Obligation Type	Contract/Agreement Execution Date	Contract/Agreement Termination Date	Payee	Description/Project Scope	Project Area	Total Outstanding Debt or Obligation	Retired	Funding Source					Six-Month Total
										Non-Redevelopment Property Tax Trust Fund (Non-RPTTF)			RPTTF		
										Bond Proceeds	Reserve Balance	Other Funds	Non-Admin	Admin	
20	Repayment of SERAF Debt Obligation 2010	SERAF/ERAF	5/10/2011	11/26/2024	Housing Authority	Legally enforceable obligation for SERAF Loan repayment	Merged	713,733	N						\$ -
21	Abdelmudi Owner Participation Agreement/Rent Differential Agreement	OPA/DDA/Constructi on	5/28/1991	12/31/2017	Abdelmudi Development Company	Owner Participation Agreement/Rent Differential Agreement approved on May 28, 1991 for the development of the three story building at the Oceanview Promenade. The Third Implementation Amendment took effect on November 21, 1994.	Merged	7,500	N				7,500		\$ 7,500
22	Covenant enforcement for Affordable housing projects	Legal	2/20/2012	2/20/2013	Jessica Latham, Esq	Statutory obligation for legal compliance and operations of Housing Authority pursuant to the requirements of Section 33413(b)(4) and 33490(a)(2) and (3) of the California Community Redevelopment Law, Health and Safety Code Section 33000, et. seq.	Merged	-	Y						\$ -
23	Unfunded CalPERS Pension Liabilities	Unfunded Liabilities	6/30/2011	11/26/2026	CalPERS	Unfunded CalPERS pension obligation as per CalPERS actuarial valuation as of June 30, 2011	Merged	2,364,734	N				105,062		\$ 105,062
24	Unfunded Supplemental Retirement Liabilities	Unfunded Liabilities	9/30/2011	11/26/2026	US Bank	Unfunded actuarial accrued liability as of September 30, 2012 as per actuarial valuation by Bartel Associates, LLC.	Merged	589,208	N				28,952		\$ 28,952
25	Public Agency Retirement Systems (PARS) Notes Payable	Unfunded Liabilities	9/10/2010	10/10/2014	Pacific Life Ins	Legally enforceable retirement obligation for early retirement incentive program and annuity contract with Pacific Life Insurance Incorporated.	Merged	104,802	N				104,802		\$ 104,802
26	Unfunded OPEB Liabilities	Unfunded Liabilities	6/30/2011	11/26/2024	CalPERS/CERBT	Unfunded actuarial accrued liability as of June 30, 2012 as per Bartel Associates, LLC.	Merged	246,371	N				6,222		\$ 6,222
27	Obligation for unused employee General Leave earned and vested	Unfunded Liabilities	9/30/2011	11/26/2024	City employees directly involved in Housing and Redevelopment projects and administration	Obligation for unused employee General Leave earned and vested as per MOUs and AB 1X26	Merged	77,792	N				13,269		\$ 13,269
28	Successor Agency Compliance per H & S Code 33433	Professional Services	5/7/2007	4/30/2014	Tierra West	Financial and Real estate consultant	Merged	-	N						\$ -
29	Bella Terra Parking Infrastructure Property Tax Sharing Agreement	OPA/DDA/Constructi on	10/2/2000	9/30/2025	Bella Terra Associates LLC	#####	Merged	14,298,411	N				1,692,797		\$ 1,692,797
30	Bella Terra Phase II Property Tax Sharing Agreement	OPA/DDA/Constructi on	10/4/2010	7/1/2036	Bella Terra Villas, LLC	Agreement approved on October 4, 2010 for construction of a 467 mixed- use unit project. Construction is complete and financed by property tax allocations. Includes legal requirements to implement obligation.	Merged	24,651,414	N				1,200,000		\$ 1,200,000
31	Pierside Pavilion Owner Participation Agreement	OPA/DDA/Constructi on	7/6/2009	11/26/2024	Pierside Pavilion, LLC	Owner Participation Agreement (OPA) approved on July 6, 2009 for the continued redevelopment of the site located at 300 Pacific Coast Highway in Downtown Huntington Beach. Legal services were incurred to amend the legally obligated OPA.	Merged	-	Y						\$ -
32	Operative Agreement for the Huntington Beach Redevelopment Project	City/County Loans On or Before 6/27/11	6/17/2002	10/1/2030	City of Huntington Beach	Loan repayment for advance made on capital projects in FY 2004/05	Southeast Coastal	-	N						\$ -
33	Assessment for AES Property Tax Valuation	Professional Services	3/21/2011	3/21/2012	Van Horn Consulting	Assessment for AES Property Tax Valuation	Southeast Coastal	-	Y						\$ -

Recognized Obligation Payment Schedule (ROPS) 13-14B - ROPS Detail January 1, 2014 through June 30, 2014 (Report Amounts in Whole Dollars)															
A	B	C	D	E	F	G	H	I	J	K	L	M	N	O	P
Item #	Project Name / Debt Obligation	Obligation Type	Contract/Agreement Execution Date	Contract/Agreement Termination Date	Payee	Description/Project Scope	Project Area	Total Outstanding Debt or Obligation	Retired	Funding Source					Six-Month Total
										Non-Redevelopment Property Tax Trust Fund (Non-RPTTF)			RPTTF		
										Bond Proceeds	Reserve Balance	Other Funds	Non-Admin	Admin	
34	Employee termination/layoff costs related to dissolution of Redevelopment Agency	Admin Costs	9/30/2011	9/30/2011	Employee 1	Payment of costs incurred to fulfilled collective bargaining agreements for layoffs/terminations of City employees relating to the dissolution of the Redevelopment Agency per Health & Safety Code Section 34171(d)(1(C)	Merged & Southeast Coastal	-	Y						\$ -
35	Employee termination/layoff costs related to dissolution of Redevelopment Agency	Admin Costs	9/30/2011	9/30/2011	Employee 2	Payment of costs incurred to fulfilled collective bargaining agreements for layoffs/terminations of City employees relating to the dissolution of the Redevelopment Agency per Health & Safety Code Section 34171(d)(1(C)	Merged & Southeast Coastal	-	Y						\$ -
36	Employee termination/layoff costs related to dissolution of Redevelopment Agency	Admin Costs	9/30/2011	12/23/2011	Employee 3	Payment of costs incurred to fulfilled collective bargaining agreements for layoffs/terminations of City employees relating to the dissolution of the Redevelopment Agency per Health & Safety Code Section 34171(d)(1(C)	Merged & Southeast Coastal	-	Y						\$ -
37	Employee termination/layoff costs related to dissolution of Redevelopment Agency	Admin Costs	9/30/2011	9/30/2011	Employee 4	Payment of costs incurred to fulfilled collective bargaining agreements for layoffs/terminations of City employees relating to the dissolution of the Redevelopment Agency per Health & Safety Code Section 34171(d)(1(C)	Merged & Southeast Coastal	-	Y						\$ -
38	Litigation expenses for City of Palmdale et al. v. Matosantos pursuant to Health and Safety Code Section 34171(d)(1)(F)	Litigation	7/8/2012	7/8/2015	Kane Ballmer & Berkman	Payment of litigation costs incurred through June 30, 2012 relating to application for a Temporary Restraining Order pertaining to the June 1, 2012 property tax payments eligible under Health and Safety Code Section 34171(d)(1)(F) as amended by AB 1484	Merged & Southeast Coastal	75,000	N						\$ -
39	Legal expenses for Successor Agency compliance with AB 1x 26 and AB 1484 pursuant to Health and Safety Code Section 34171(d)(1)(F)	Legal	7/8/2012	7/8/2015	Kane Ballmer & Berkman	Legal expenses to ensure Successor Agency compliance with AB 1x 26 and AB 1484	Merged & Southeast Coastal	75,000	N			75,000			\$ 75,000
40	Economic Analysis services related to Successor Agency compliance with AB 1x 26 and AB 1484 pursuant to Health and Safety Code Section 34171(d)(1)(F)	Professional Services	6/15/2010	6/15/2014	Keyser Marston	Economic Analysis consulting services to ensure Successor Agency compliance with AB 1x 26 and AB 1484	Merged & Southeast Coastal	100,000	N			100,000			\$ 100,000
41	Huntington Center Redevelopment Plan development	City/County Loans On or Before 6/27/11	6/9/2005	10/1/2030	Successor Agency	Land and Right-of-way acquisition costs connected with the Gothard-Hoover Extension project and development of a public storage facility	Merged	-	N						\$ -
42	Main-Pier Redevelopment Project Phase II	City/County Loans On or Before 6/27/11	6/10/2005	10/1/2030	Successor Agency	Costs incurred to acquire land within the Main-Pier project area for Phase II development projects	Merged	-	N						\$ -
43	Development of Downtown Main-Pier project area	City/County Loans On or Before 6/27/11	6/4/1990	10/1/2030	Successor Agency	Costs incurred to acquire land within the Main-Pier project area to implement the construction of parking facilities within the Downtown Main-Pier area	Merged	-	N						\$ -

Recognized Obligation Payment Schedule (ROPS) 13-14B - ROPS Detail January 1, 2014 through June 30, 2014 (Report Amounts in Whole Dollars)															
A	B	C	D	E	F	G	H	I	J	K	L	M	N	O	P
Item #	Project Name / Debt Obligation	Obligation Type	Contract/Agreement Execution Date	Contract/Agreement Termination Date	Payee	Description/Project Scope	Project Area	Total Outstanding Debt or Obligation	Retired	Funding Source					Six-Month Total
										Non-Redevelopment Property Tax Trust Fund (Non-RPTTF)			RPTTF		
										Bond Proceeds	Reserve Balance	Other Funds	Non-Admin	Admin	
44	Third Block West commercial/residential project	City/County Loans On or Before 6/27/11	6/18/2005	10/1/2030	Successor Agency	Relocation, property acquisition, and other project costs associated with the Third Block West Condominium/Retail/Office project in the Main-Pier Redevelopment project area	Merged	-	N						\$ -
45	Second Block Alley and Street Improvement Project	Bonds Issued On or Before 12/31/10	6/10/2005	10/1/2030	Successor Agency	Property acquisition cost associated with the Second Block alley and street improvement project	Merged	-	N						\$ -
46	Strand Project	City/County Loans On or Before 6/27/11	6/18/2005	10/1/2030	Successor Agency	Relocation costs paid to Wind and Sea Surf Shop	Merged	-	N						\$ -
47	Pierside Hotel/Retail/Parking Structure Project	City/County Loans On or Before 6/27/11	5/15/1992	10/1/2030	Successor Agency	Relocation costs paid to Terry's Coffee Shop and First Interstate Bank	Merged	-	N						\$ -
48	Waterfront Commercial Master Site Plan	City/County Loans On or Before 6/27/11	3/1/1989	10/1/2030	Successor Agency	Costs related to the relocation, buyout, and demolition of Driftwood and Pacific Mobile Home Parks related to the Waterfront Commercial Master Site Plan	Merged	-	N						\$ -
49	Strand Project	City/County Loans On or Before 6/27/11	10/19/1992	10/1/2030	Successor Agency	Property acquisition costs associated with the Strand Project	Merged	-	N						\$ -
50	Enforcement of Successor Agency dissolution compliance and monitoring per AB 1X26 and AB1484	Admin Costs	2/1/2012	11/26/2024	Successor Agency, Kane Ballmer, Keyser Marston, and Macias Gini & O'Connell LLP et al	Successor Agency administrative obligations relating to maintaining payments on enforceable obligations and other activities as required by AB 1X26	Merged & Southeast Coastal	-	N			412,510		250,000	\$ 662,510
51	Successor Agency Property Maintenance Fencing	Property Dispositions	11/1/2010	11/26/2024	S & S Fencing	Fencing to secure Successor Agency Property	Merged	2,500	N				2,500		\$ 2,500
52	Successor Agency Property Maintenance - weed control	Property Maintenance	11/1/2010	11/26/2024	TruGreen	As needed weed abatement for Agency property	Merged	3,500	N				3,500		\$ 3,500
53	Emerald Cove 2010 Series A Lease Revenue Refunding Bonds	Bonds Issued On or Before 12/31/10	5/30/2010	9/1/2021	US Bank	Emerald Cove 2010 Series A Lease Revenue Refunding Bonds Debt Service Payments	Merged	3,244,702	N		404,419				\$ 404,419
54	Pacific City - Very Low Income Units	OPA/DDA/Construction	10/16/2006	11/26/2024	Housing Authority	Statutory housing obligation for Pacific City Project	Merged	6,500,000	N						\$ -
55	Litigation expenses for City of Huntington Beach v. Matosantos pursuant to Health and Safety Code Section 34171(d)(1)(F)	Litigation	2/5/2013	2/5/2015	Kane Ballmer & Berkman	Payment of litigation costs for property tax payments eligible under Health and Safety Code Section 34171(d)(1)(F) as amended by AB 1484	Merged	75,000	N				75,000		\$ 75,000
56	RDA Dissolution Audit	Dissolution Audits	10/8/2012	11/26/2024	Vavrinek, Trine & Day Co LLP	Statutorily required review/audit to wind down the RDA, such as due diligence reviews	Merged & Southeast Coastal	17,395	N				17,395		\$ 17,395
57	Bella Terra I Project Management	Project Management Costs	2/1/2012	11/26/2024	City of Huntington Beach	Project management direct cost for overseeing Bella Terra I	Merged	2,200	N				2,200		\$ 2,200
58	Bella Terra II Project Management	Project Management Costs	2/1/2012	11/26/2024	City of Huntington Beach	Project management direct cost for overseeing Bella Terra 2	Merged	2,200	N				2,200		\$ 2,200
59	CIM Project Management	Project Management Costs	2/1/2012	11/26/2024	City of Huntington Beach	Project management direct cost for overseeing CIM	Merged	2,200	N				2,200		\$ 2,200
60	Bella Terra I Financial Analysis	Project Management Costs	6/15/2010	11/26/2024	Keyser Marston	Project management direct cost for Financial analysis - Bella Terra I	Merged	3,100	N				3,100		\$ 3,100
61	Bella Terra II Financial Analysis	Project Management Costs	6/15/2010	11/26/2024	Keyser Marston	Project management direct cost for Financial analysis - Bella Terra II	Merged	3,100	N				3,100		\$ 3,100
62	CIM Financial Analysis	Project Management Costs	6/15/2010	11/26/2024	Keyser Marston	Project management direct cost for financial analysis - CIM	Merged	3,100	N				3,100		\$ 3,100
63	2002 Tax Allocation Refunding Bonds	Bonds Issued On or Before 12/31/10	6/19/2002	8/1/2024	Bank of New York Trust Co.	Amount needed to fund shortfall in bond reserve account	Merged	29,514	N				29,514		\$ 29,514

Recognized Obligation Payment Schedule (ROPS) 13-14B - ROPS Detail January 1, 2014 through June 30, 2014 (Report Amounts in Whole Dollars)															
A	B	C	D	E	F	G	H	I	J	K	L	M	N	O	P
										Funding Source					
										Non-Redevelopment Property Tax Trust Fund (Non-RPTTF)			RPTTF		
Item #	Project Name / Debt Obligation	Obligation Type	Contract/Agreement Execution Date	Contract/Agreement Termination Date	Payee	Description/Project Scope	Project Area	Total Outstanding Debt or Obligation	Retired	Bond Proceeds	Reserve Balance	Other Funds	Non-Admin	Admin	Six-Month Total
64	Successor Agency Financial Statement Audit	Dissolution Audits	10/21/2013	11/26/2024	Vavrinek, Trine & Day Co LLP & Macias Gini and O'Connell et al	Statutorily required annual financial statement audit of Successor Agency.	Merged	10,000	N				10,000		\$ 10,000

Recognized Obligation Payment Schedule (ROPS) 13-14B - Report of Prior Period Adjustments
Reported for the ROPS III (January 1, 2013 through June 30, 2013) Period Pursuant to Health and Safety Code (HSC) section 34186 (a)
(Report Amounts in Whole Dollars)

ROPS III Successor Agency (SA) Self-reported Prior Period Adjustments (PPA): Pursuant to HSC Section 34186 (a), SAs are required to report the differences between their actual available funding and their actual expenditures for the ROPS III (July through December 2013) period. The amount of Redevelopment Property Tax Trust Fund (RPTTF) approved for the ROPS 13-14B (January through June 2014) period will be offset by the SA's self-reported ROPS III prior period adjustment. HSC Section 34186 (a) also specifies that the prior period adjustments self-reported by SAs are subject to audit by the county auditor-controller (CAC) and the State Controller.

A	B	C	D	E	F	G	H	I	J	K	L	M	N	O	P	Q	R	S	T	U	
Item #	Project Name / Debt Obligation	Non-RPTTF Expenditures								RPTTF Expenditures											SA Comments
		LMIHF (Includes LMIHF Due Diligence Review (DDR) retained balances)		Bond Proceeds		Reserve Balance (Includes Other Funds and Assets DDR retained balances)		Other Funds		Non-Admin					Admin					Net SA Non-Admin and Admin PPA	
		Authoriz ed	Actual	Authoriz ed	Actual	Authoriz ed	Actual	Authoriz ed	Actual	Authorized	Available RPTTF (ROPS III distributed + all other available as of 1/1/13)	Net Lesser of Authorized/ Available	Actual	Difference (If M is less than N, the difference is zero)	Authorized	Available RPTTF (ROPS III distributed + all other available as of 1/1/13)	Net Lesser of Authorized / Available	Actual	Difference (If R is less than S, the difference is zero)		
		\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 481,656	\$ 6,708,466	\$ -	\$ 6,708,286	\$ 6,631,865	\$ 76,421	\$ 304,106	\$ -	\$ 304,106	\$ 304,106	\$ -	\$ 76,421	
1	Land Sale Emerald Cove											\$ -		\$ -			\$ -		\$ -	\$ -	
2	Hyatt Regency Huntington Beach Project									1,043,146		\$ 1,043,146	1,043,146	\$ -			\$ -		\$ -	\$ -	Includes RPTTF reserved for debt service in the amount of \$675,259
3	2002 Tax Allocation Refunding Bonds									1,640,938		\$ 1,640,938	1,640,938	\$ -			\$ -		\$ -	\$ -	Includes RPTTF reserved for debt service in the amount of \$1,340,469
4	1999 Tax Allocation Refunding Bonds									743,289		\$ 743,289	743,289	\$ -			\$ -		\$ -	\$ -	Includes RPTTF reserved for debt service in the amount of \$604,144
5	2002 Tax Allocation Refunding Bonds									500		\$ 500	500	\$ -			\$ -		\$ -	\$ -	
6	1999 Tax Allocation Refunding Bonds									500		\$ 500	500	\$ -			\$ -		\$ -	\$ -	
7	2002 Tax Allocation Refunding Bonds									528,754		\$ 528,754	500,970	\$ 27,784			\$ -		\$ -	\$ 27,784	
8	2002 Tax Allocation Refunding Bonds									1,537		\$ 1,537		\$ 1,537			\$ -		\$ -	\$ 1,537	
9	1999 Tax Allocation Refunding Bonds									848		\$ 848	848	\$ -			\$ -		\$ -	\$ -	
10	2002 Tax Allocation Refunding Bonds									250		\$ 250		\$ 250			\$ -		\$ -	\$ 250	
11	1999 Tax Allocation Refunding Bonds									1,525		\$ 1,525		\$ 1,525			\$ -		\$ -	\$ 1,525	
12	Emerald Cove 2010 Series A Lease Revenue Refunding Bonds											\$ -		\$ -			\$ -		\$ -	\$ -	
13	HUD Section 108 Infrastructure Loan for Hyatt/Hilton Properties									427,512		\$ 427,512	427,512	\$ -			\$ -		\$ -	\$ -	Includes RPTTF reserved for debt service in the amount of \$388,756
14	Strand Hotel and Mixed-Use Project, Parking & Infrastructure									702,903		\$ 702,903	702,903	\$ -			\$ -		\$ -	\$ -	Includes RPTTF reserved for debt service in the amount of \$702,903
15	Strand Project Additional Parking									49,756		\$ 49,576	49,576	\$ -			\$ -		\$ -	\$ -	Includes RPTTF reserved for debt service in the amount of \$49,576
16	Pacific City									20,000		\$ 20,000	19,481	\$ 519			\$ -		\$ -	\$ 519	
17	Pacific City - Very Low Income Units	-	-									\$ -		\$ -			\$ -		\$ -	\$ -	
18	Affordable Housing Compliance Community Redevelopment Law, Health and Safety Code Section 33000, et. seq. Covenant monitoring per AB 987.									-		\$ -		\$ -			\$ -		\$ -	\$ -	
19	Repayment of SERAF Debt Obligation 2009									-		\$ -		\$ -			\$ -		\$ -	\$ -	
20	Repayment of SERAF Debt Obligation 2010									-		\$ -		\$ -			\$ -		\$ -	\$ -	
21	Abdelmudi Owner Participation Agreement/Rent Differential Agreement									6,000		\$ 6,000		\$ 6,000			\$ -		\$ -	\$ 6,000	
22	Covenant enforcement for Affordable housing projects									-		\$ -		\$ -			\$ -		\$ -	\$ -	
23	Unfunded CalPERS Pension Liabilities									95,476		\$ 95,476	95,476	\$ -			\$ -		\$ -	\$ -	
24	Unfunded Supplemental Retirement Liabilities									28,952		\$ 28,952	28,952	\$ -			\$ -		\$ -	\$ -	
25	Public Agency Retirement Systems (PARS) Notes Payable									19,965		\$ 19,965	19,965	\$ -			\$ -		\$ -	\$ -	Includes RPTTF reserved for debt service in the amount of \$19,965
26	Unfunded OPEB Liabilities									6,222		\$ 6,222	6,222	\$ -			\$ -		\$ -	\$ -	

Recognized Obligation Payment Schedule (ROPS) 13-14B - Report of Prior Period Adjustments
Reported for the ROPS III (January 1, 2013 through June 30, 2013) Period Pursuant to Health and Safety Code (HSC) section 34186 (a)
(Report Amounts in Whole Dollars)

ROPS III Successor Agency (SA) Self-reported Prior Period Adjustments (PPA): Pursuant to HSC Section 34186 (a), SAs are required to report the differences between their actual available funding and their actual expenditures for the ROPS III (July through December 2013) period. The amount of Redevelopment Property Tax Trust Fund (RPTTF) approved for the ROPS 13-14B (January through June 2014) period will be offset by the SA's self-reported ROPS III prior period adjustment. HSC Section 34186 (a) also specifies that the prior period adjustments self-reported by SAs are subject to audit by the county auditor-controller (CAC) and the State Controller.

A	B	C	D	E	F	G	H	I	J	K	L	M	N	O	P	Q	R	S	T	U													
Item #	Project Name / Debt Obligation	Non-RPTTF Expenditures								RPTTF Expenditures																							
		LMIHF (Includes LMIHF Due Diligence Review (DDR) retained balances)		Bond Proceeds		Reserve Balance (Includes Other Funds and Assets DDR retained balances)		Other Funds		Non-Admin					Admin					Net SA Non-Admin and Admin PPA													
		Authoriz ed	Actual	Authoriz ed	Actual	Authoriz ed	Actual	Authoriz ed	Actual	Authorized	Available RPTTF (ROPS III distributed + all other available as of 1/1/13)	Net Lesser of Authorized/ Available	Actual	Difference (If M is less than N, the difference is zero)	Authorized	Available RPTTF (ROPS III distributed + all other available as of 1/1/13)	Net Lesser of Authorized / Available	Actual	Difference (If R is less than S, the difference is zero)	Net Difference (Amount Used to Offset ROPS 13-14B Requested RPTTF (O + T))													
		\$	-	\$	-	\$	-	\$	-	\$	481,656	\$	6,708,466	\$	-	\$	6,708,286	\$	6,631,865	\$	76,421	\$	304,106	\$	-	\$	304,106	\$	304,106	\$	-	\$	76,421
27	Obligation for unused employee General Leave earned and vested										11,460			\$	11,460		8,889	\$	2,571					\$	-			\$	2,571				
28	Successor Agency Compliance per H & S Code 33433										15,000			\$	15,000		6,758	\$	8,242					\$	-			\$	-		8,242		
29	Bella Terra Parking Infrastructure Property Tax Sharing Agreement										1,210,008			\$	1,210,008		1,210,008	\$	-					\$	-			\$	-		-		Includes RPTTF reserved for debt service in the amount of \$1,026,067
30	Bella Terra Phase II										10,000			\$	10,000			\$	10,000					\$	-			\$	-		10,000		
31	Pierside Pavilion Owner Participation Agreement										4,000			\$	4,000			\$	4,000					\$	-			\$	-		4,000		
32	Operative Agreement for the Huntington Beach Redevelopment Project													\$	-			\$	-					\$	-			\$	-		-		
33	Assessment for AES Property Tax Valuation													\$	-			\$	-					\$	-			\$	-		-		
34	Employee termination/layoff costs related to dissolution of Redevelopment Agency										16,393			\$	16,393		16,393	\$	-					\$	-			\$	-		-		
35	Employee termination/layoff costs related to dissolution of Redevelopment Agency										24,483			\$	24,483		24,483	\$	-					\$	-			\$	-		-		
36	Employee termination/layoff costs related to dissolution of Redevelopment Agency										75,328			\$	75,328		75,328	\$	-					\$	-			\$	-		-		
37	Employee termination/layoff costs related to dissolution of Redevelopment Agency										9,728			\$	9,728		9,728	\$	-					\$	-			\$	-		-		
38	Litigation expenses for City of Palmdale et al. v. Matosantos pursuant to Health and Safety Code Section 34171(d)(1)(F)										13,993			\$	13,993			\$	13,993					\$	-			\$	-		13,993		
39	Legal expenses for Successor Agency compliance with AB 1x 26 and AB 1484 pursuant to Health and Safety Code Section 34171(d)(1)(F)													\$	-			\$	-					\$	-			\$	-		-		
40	Economic Analysis services related to Successor Agency compliance with AB 1x 26 and AB 1484 pursuant to Health and Safety Code Section 34171(d)(1)(F)													\$	-			\$	-					\$	-			\$	-		-		
41	Huntington Center Redevelopment Plan development													\$	-			\$	-					\$	-			\$	-		-		
42	Main-Pier Redevelopment Project Phase II													\$	-			\$	-					\$	-			\$	-		-		
43	Development of Downtown Main Pier project area													\$	-			\$	-					\$	-			\$	-		-		
44	Third Block West commercial/residential project													\$	-			\$	-					\$	-			\$	-		-		
45	Second Block Alley and Street Improvement Project													\$	-			\$	-					\$	-			\$	-		-		
46	Strand Project													\$	-			\$	-					\$	-			\$	-		-		
47	Pierside Hotel/Retail/Parking Structure Project													\$	-			\$	-					\$	-			\$	-		-		
48	Waterfront Commercial Master Site Plan													\$	-			\$	-					\$	-			\$	-		-		

Recognized Obligation Payment Schedule (ROPS) 13-14B - Report of Prior Period Adjustments
Reported for the ROPS III (January 1, 2013 through June 30, 2013) Period Pursuant to Health and Safety Code (HSC) section 34186 (a)
(Report Amounts in Whole Dollars)

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A	B	C	D	E	F	G	H	I	J	K	L	M	N	O	P	Q	R	S	T	U	
Item #	Project Name / Debt Obligation	Non-RPTTF Expenditures								RPTTF Expenditures											
		LMIHF (Includes LMIHF Due Diligence Review (DDR) retained balances)		Bond Proceeds		Reserve Balance (Includes Other Funds and Assets DDR retained balances)		Other Funds		Non-Admin					Admin					Net SA Non-Admin and Admin PPA	
		Authoriz ed	Actual	Authoriz ed	Actual	Authoriz ed	Actual	Authoriz ed	Actual	Authorized	Available RPTTF (ROPS III distributed + all other available as of 1/1/13)	Net Lesser of Authorized/ Available	Actual	Difference (If M is less than N, the difference is zero)	Authorized	Available RPTTF (ROPS III distributed + all other available as of 1/1/13)	Net Lesser of Authorized / Available	Actual	Difference (If R is less than S, the difference is zero)	Net Difference (Amount Used to Offset ROPS 13-14B Requested RPTTF (O + T))	
		\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 481,656	\$ 6,708,466	\$ -	\$ 6,708,286	\$ 6,631,865	\$ 76,421	\$ 304,106	\$ -	\$ 304,106	\$ 304,106	\$ -	\$ 76,421	SA Comments
49	Strand Project											\$ -		\$ -			\$ -		\$ -	\$ -	
50	Enforcement of Successor Agency dissolution compliance and monitoring per AB 1X26 and AB1484								421,335			\$ -		\$ -	304,106		\$ 304,106	304,106	\$ -	\$ -	Per Health and Safety Code Section 34171(b), expenses funded by other funds consist of allowable administrative expenses above the administrative cap as per the Department of Finance's determination letter dated December 18, 2012.
51	Successor Agency Property Maintenance Fencing											\$ -		\$ -			\$ -		\$ -	\$ -	
52	Successor Agency Property Maintenance - weed control											\$ -		\$ -			\$ -		\$ -	\$ -	
53	Emerald Cove 2010 Series A Lease Revenue Refunding Bonds											\$ -		\$ -			\$ -		\$ -	\$ -	
54	Pacific City - Very Low Income Units											\$ -		\$ -			\$ -		\$ -	\$ -	
55	Litigation expenses for City of Huntington Beach v. Matosantos pursuant to Health and Safety Code Section 34171(d)(1)(F)											\$ -		\$ -			\$ -		\$ -	\$ -	
56	Overhead costs allocated to Successor Agency per Cost Allocation Plan prepared by MGT											\$ -		\$ -			\$ -		\$ -	\$ -	

Recognized Obligation Payment Schedule 13-14B - Notes	
January 1, 2014 through June 30, 2014	
Item #	Notes/Comments

- 2 Payee name change reported on ROPS 13-14A as PCH Beach Resorts LLC
- 15 Due to lack of funding in ROPS 13-14A, we will be reserving amount to be paid to this period.
- 16 Agency is under potential threat of litigation.
- 30 Payee name change reported on ROPS 13-14A as Bella Terra Villas, LLC.
- 50 Allowable enforceable obligations above the administrative cap should be charged to other funds as available as per Department of Finance.
- 53 The LMIHF has been retained to pay the Bond debt, and the payment is from the retained LMIHF monies. No RPTTF funding is requested at this time.
- 64 Estimated portion (20%) of annual financial statement audit fees related to the Successor Agency. Audits firms have submitted proposals for the audit, which are currently under review.

RESOLUTION NO. 2013-__10__

A RESOLUTION OF THE OVERSIGHT BOARD OF THE SUCCESSOR AGENCY TO THE REDEVELOPMENT AGENCY OF THE CITY OF HUNTINGTON BEACH APPROVING THE SUCCESSOR AGENCY ADMINISTRATIVE BUDGET FOR THE PERIOD JANUARY 1, 2014 THROUGH JUNE 30, 2014

WHEREAS, California Health and Safety Code section 34177(j) requires that the Successor Agency to the Redevelopment Agency of the City of Huntington Beach ("Successor Agency") prepare an administrative budget for each six month fiscal period; and

A draft administrative budget for the fiscal period of January 1, 2014 through June 30, 2014 ("Administrative Budget") is attached hereto as Exhibit A; and

California Health and Safety Code section 34177(k) requires the Successor Agency to provide to the County Auditor-Controller administrative cost estimates for expenses from the administrative budget that are to be paid from property tax revenues deposited in the Redevelopment Property Tax Trust Fund for each six month fiscal period; and

All of the prerequisites with respect to the approval of this Resolution have been met.

NOW, THEREFORE, the Oversight Board of the Successor Agency to the Redevelopment Agency of the City of Huntington Beach does hereby resolve as follows:

1. The Oversight Board hereby finds and determines that the foregoing recitals are true and correct.

2. The Administrative Budget attached hereto as Exhibit A is hereby approved.

3. The Successor Agency staff is directed to: (i) provide the required cost estimates for expenses to the County Auditor-Controller; and (ii) to do any and all things and to execute and deliver any and all documents which may be necessary or advisable in order to effectuate the purposes of this Resolution.

4. The Oversight Board does not intend, by adoption of this Resolution, to waive any constitutional, legal and/or equitable rights of the Oversight Board, the Successor Agency or the City of Huntington Beach under law and/or in equity by virtue of the adoption of this Resolution and actions approved and taken pursuant to this Resolution and, therefore, reserves all such rights of the Oversight Board, the Successor Agency and the City of Huntington Beach under law and/or in equity.

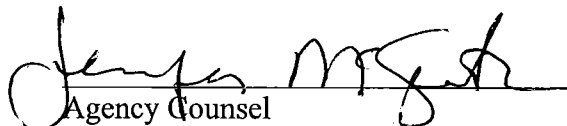
PASSED AND ADOPTED by the Oversight Board of the Successor Agency to the Redevelopment Agency of the City of Huntington Beach at a regular meeting thereof held on the _____ day of September, 2013.

Chairman

REVIEWED AND APPROVED:

Executive Director

APPROVED AS TO FORM:



Agency Counsel

EXHIBIT A

ADMINISTRATIVE BUDGET FOR THE PERIOD
JANUARY 1, 2014 THROUGH JUNE 30, 2014

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Successor Agency
Administrative Budget
Department Budget Summary
Other Funds by Object Account

OTHER FUNDS

Expenditure Object Account	ROPS III Budget	ROPS 13-14A Budget	ROPS 13-14B Budget
RORF Administration (350)			
PERSONAL SERVICES			
Salaries/Benefits - Permanent	421,335	198,716	412,510
PERSONAL SERVICES	421,335	198,716	412,510
OPERATING EXPENSES			
Legal Services	60,321	75,000	75,000
Other Professional Services		100,000	100,000
Administrative Allowance	304,106	250,000	250,000
OPERATING EXPENSES	364,427	425,000	425,000
Total	785,762	623,716	837,510

Revenue Summary	ROPS III Budget	ROPS 13-14A Budget	ROPS 13-14B Budget
Administrative Allowance	304,106	250,000	250,000
Other Funds	481,656	373,716	587,510
Total	785,762	623,716	837,510

Significant Changes

Pursuant to AB x126 and AB 1484, the Successor Agency receives RPTTF funding from the County Auditor-Controller to pay Enforceable Obligations. The Successor Agency also receives a 3% or minimum of \$250,000 for administration of the winding down of the former Redevelopment Agency per fiscal year. Administrative costs associated with the "wind down" and dissolution of the Redevelopment Agency that exceed the administrative cost allowance will be funded by Other Funds, pursuant to State rules. Administrative expenses include: personnel costs, legal, and other professional services expenses associated with the dissolution and administration of the Successor Agency.

**Oversight Board of the Huntington
Beach Successor Agency
to the Redevelopment Agency**

Agenda Item #2

**Special Meeting Minutes
City of Huntington Beach Oversight Board of the Successor Agency
of the Former City of Huntington Beach Redevelopment Agency**

Thursday, May 30, 2013
5:00 PM - Room B-8
Civic Center, 2000 Main Street
Huntington Beach, California 92648

TELECONFERENCING LOCATION:
(BOARD MEMBER LUCY DUNN)
2 PARK PLAZA, SUITE 100
IRVINE, CA 92614

CALL TO ORDER – 5:00 P.M. by Vice Chair Carchio

ROLL CALL

PRESENT: Vice Chair Carchio, A. Dunn, Fritzal, Delgado
and Bone
ABSENT: Chair Boardman and L. Dunn

Board Member L. Dunn was scheduled to teleconference into the meeting. The Board was unable to reach her via phone at the start of the meeting, and since a quorum was present, the meeting was called to order without Ms. Dunn.

PLEDGE OF ALLEGIANCE - Led by Vice Chair Carchio

SUPPLEMENTAL COMMUNICATIONS

Pursuant to the Brown "Open Meetings" Act, Secretary Flynn announced there were no supplemental communications received after distribution of the agenda packet:

PUBLIC COMMENTS - (Limited to 3 minutes per person): None.

BUSINESS

Adopted Resolution No. 2013-08 Approving and Authorizing the Transmittal of the Due Diligence Review (as amended), of Successor Agency Funds and Accounts other than the Low and Moderate Income Housing Funds

Huntington Beach City Manager Fred Wilson introduced the City's Finance Director Lori Ann Farrell who gave an oral report indicating that the Due Diligence Review had been completed and submitted to the Department of Finance in a timely manner in compliance with the outlined parameters (using the City's October 1 through September 30 fiscal year). The DOJ subsequently required the City to resubmit using the state's fiscal year of July 1 through June 30. Therefore the amended Review has different cash balance figures based on the fiscal snapshot captured with the new dates. Ms. Farrell then asked if there were any questions from the Board.

There being no questions, a motion was made by Fritzal, second Bone to adopt Resolution No. 2013-08 Approving and Authorizing the Transmittal of the Due Diligence Review (as amended), of Successor Agency Funds and Accounts other than the Low and Moderate Income Housing Funds, The motion carried by the following vote:

AYES: Vice Chair Carchio, Fritzal, Delgado and Bone
NOES: None
ABSTAIN: A. Dunn
ABSENT: Chair Boardman and L. Dunn

Approved and adopted the minutes of the Oversight Board Special Meeting of February 21, 2013; and, approved and adopted the minutes of the Oversight Board Special Meeting of May 22, 2013, as written and on file in the office of the Secretary of the Board.

Vice Chair Carchio asked if there were any corrections to the presented minutes. There being none, a motion was made by Bone, second Fritzal to approve and adopt the minutes of the Oversight Board Special Meeting of February 21, 2013; and the minutes of the Oversight Board Special Meeting of May 22, 2013, as written and on file in the office of the Secretary of the Board. The motion carried by the following vote:

AYES: Vice Chair Carchio, Fritzal, Delgado and Bone
NOES: None
ABSTAIN: A. Dunn
ABSENT: Chair Boardman and L. Dunn

MEMBER REPORTS/ANNOUNCEMENTS: None.

ADJOURNMENT: The meeting was adjourned at 5:08 P.M. The next Regular Meeting is scheduled for Monday, October 14, 2013, at 4:30 PM, but a special meeting will be held prior to that in September at a date and time to be determined at City Hall, 2000 Main Street, Civic Center Lower Level, Room B-8.

Joan L. Flynn
Secretary of the Huntington Beach
Oversight Board of the Successor
Agency of the Former City of
Huntington Beach, California
Redevelopment Agency

Connie Boardman
Chair of the Huntington Beach
Oversight Board of the Successor
Agency of the Former City of
Huntington Beach, California
Redevelopment Agency